

1. To grant an exception to the spacing provisions of Statewide Order 29-E and the 32-K Series of Office of Conservation Orders, and to permit the applicant to drill, designate and utilize the MidStates - Mansaur No. 2 Well as a substitute unit well for the U Wx RC SUM, such well to be at the location shown on the plat attached hereto and made a part hereof;
2. To find that the proposed substitute unit well is necessary to effectively and efficiently drain a portion of the reservoir covered by unit which cannot be effectively and efficiently drained by any existing well within such unit;
3. To confirm MidStates Petroleum Corporation as the operator of the U Wx RC SUM;
4. To find that, except to the extent contrary to the order granted by the Commissioner of Conservation in connection with the hearing held on this application, the provisions of the 32-K series of orders shall remain in force and effect;

5. To consider such other matters as may be appropriate and justified by the evidence presented at the public hearing.

The Upper Wilcox Zone, Reservoir C, in the Pine Prairie Field, was previously defined in Office of Conservation Order No. 32-K-4, effective May 28, 1985.

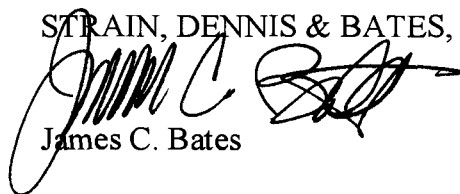
In addition to furnishing the legal notice to all Interested Owners, Represented Parties and Interested Parties, the applicant will provide for posting of the legal notice and unit plat in a prominent place in the area of Pine Prairie Field. Additionally, the legal notice will be published in a newspaper of general circulation in the vicinity of Pine Prairie Field.

All pertinent data relating to this proposed application may be obtained **AT THE COST OF THE REQUESTING PARTY** from W. H. Robbins & Associates, 302 LaRue France, Suite 100, Lafayette, LA 70508, (337) 232-5004.

Attached hereto and made a part hereof is a plat outlining the U Wx RC SUM, showing the location of the proposed substitute unit well, in the Pine Prairie, Evangeline Parish, Louisiana. Also enclosed to the Commissioner of Conservation and District Manager **ONLY** is a list of Interested Owners, Interested Parties and Represented Parties to whom a copy of this application is being sent. Copies of this list will be provided upon request. A reasonable effort has been made to ascertain the names and addresses of all Interested Owners, Interested Parties or Represented Parties. Also enclosed is our check payable to the Office of Conservation representing the required hearing application fee.

Very truly yours,

STRAIN, DENNIS & BATES, L.L.P.



James C. Bates

JCB/cmf
enclosures

cc: Mr. Richard Hudson
District Manager

Interested Parties
Interested Owners
Represented Parties

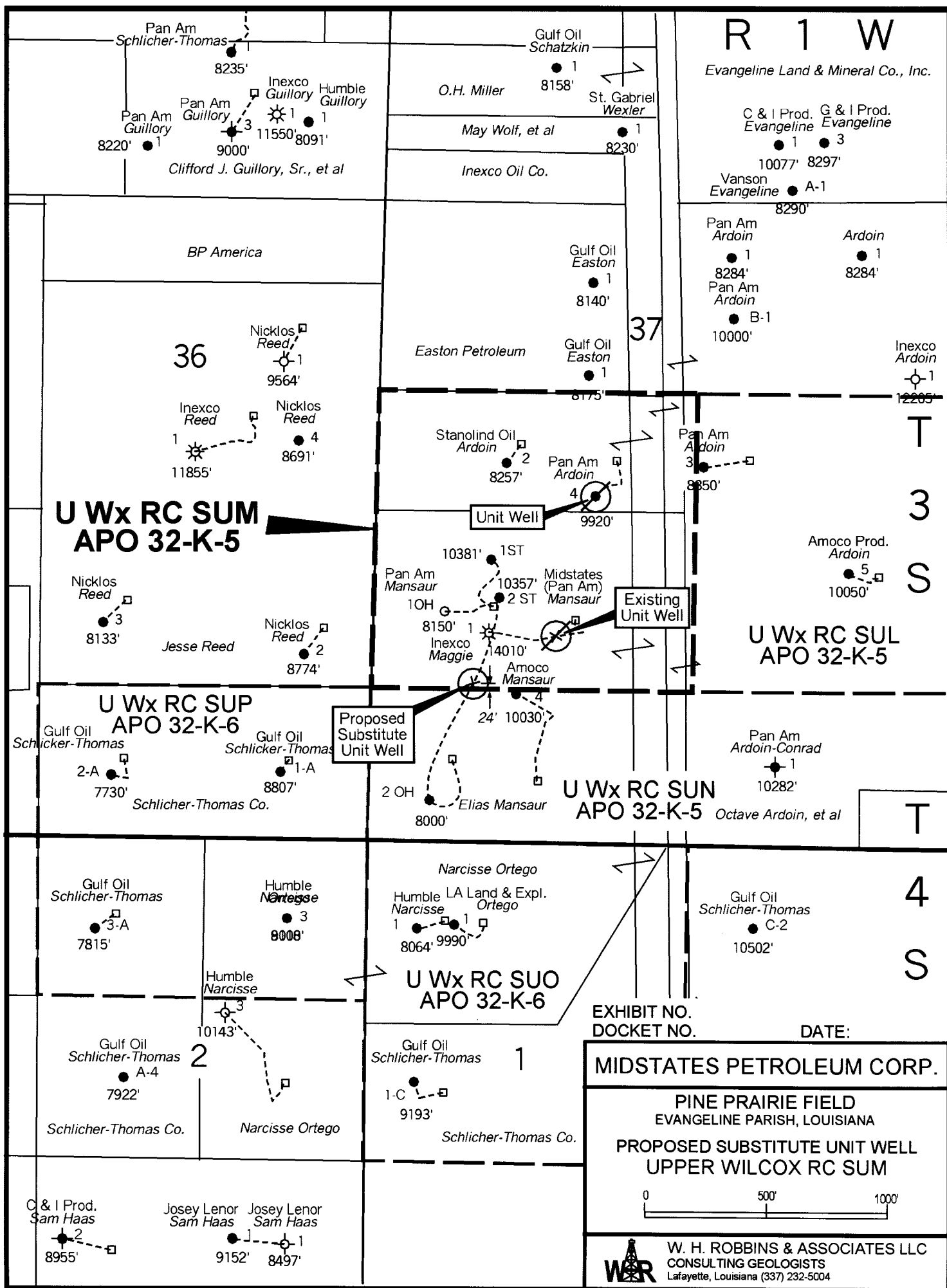


EXHIBIT NO. _____
DOCKET NO. _____
DATE: _____

MIDSTATES PETROLEUM CORP.

PINE PRAIRIE FIELD
EVANGELINE PARISH, LOUISIANA

PROPOSED SUBSTITUTE UNIT WELL
UPPER WILCOX RC SUM

0 500' 1000'

W. H. ROBBINS & ASSOCIATES LLC
CONSULTING GEOLOGISTS
Lafayette, Louisiana (337) 232-5004